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EXECUTIVE SECRETARY

September 15, 1999

K. David Waddell
Executive Secretary
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37243-0505

**Re: Petition by ICG Telecom Group, Inc. for Arbitration of an
Interconnection Agreement with BellSouth Telecommunications, Inc.
Pursuant to Section 252(b) of the Telecommunications Act of 1996
Docket No. 99-00377**

Dear David:

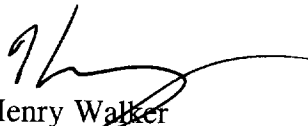
Enclosed please find an original and thirteen (13) copies of the following documents
to be filed in the above-referenced docket:

1. Motion of ICG to File Additional Discovery Requests;
2. ICG Telecom Group, Inc.'s First Set of Interrogatories to BellSouth Telecommunications, Inc.; and
3. ICG Telecom Group, Inc.'s First Requests for Production of Documents to BellSouth Telecommunications, Inc.

Copies have been served on all parties of record.

Very truly yours,

BOULT, CUMMINGS, CONNERS & BERRY, PLC


Henry Walker

/vrs
Enclosure

FILE

BEFORE THE TENNESSEE REGULATORY AUTHORITY
NASHVILLE, TENNESSEE

In the Matter of)	
Petition by ICG TELECOM GROUP, INC.)	
For Arbitration of an Interconnection)	
Agreement with BELL SOUTH)	Docket No. 99-00377
TELECOMMUNICATIONS, INC. Pursuant)	
To Section 252(b) of the Telecommunications)	
Act of 1996)	

MOTION OF ICG TO FILE ADDITIONAL DISCOVERY REQUESTS

The Hearing Officer's Initial Report, issued September 13, 1999, limits discovery requests to forty (40), including sub-parts. The Report, however, allows either party to seek leave "to serve additional requests upon a showing of good cause." ICG respectfully requests permission to file additional discovery requests for the following reasons.

1. The purpose of the discovery limitation is, presumably, to avoid imposing an unreasonable burden on the party subject to discovery. In this case, however, the discovery requests made by ICG in Tennessee are identical (with the exception of one question) to the discovery requests issued by ICG in arbitration proceedings against BellSouth in Georgia. The answers to those questions will, in most cases, be the same in Georgia as in Tennessee.

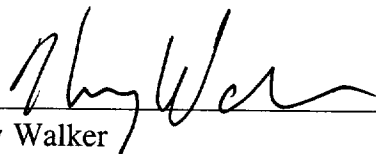
Therefore, it is no additional hardship on BellSouth to respond to the Tennessee discovery questions asked by ICG.

FILE

2. Virtually all of the information necessary to resolve the disputed issues in this proceeding is in the possession of BellSouth. For example, ICG must propose appropriate, cost-based rates for various UNEs and must obtain detailed cost information from BellSouth in order to do that. BellSouth has no comparable obligation to obtain cost data from ICG. Therefore, the imposition of equal limitations on both parties to this proceeding is a false symmetry and unfairly restricts ICG's ability to gather and present evidence.

For these reasons, ICG requests that the forty (40) question cap be eliminated. If BellSouth believes that ICG's requests are overly burdensome, BellSouth is free to make such an objection to the Hearing Officer.

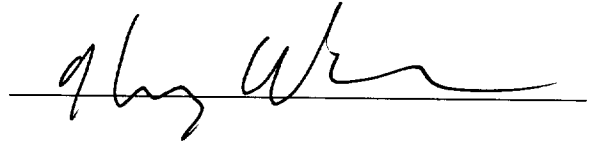
Respectfully submitted,



Henry Walker
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PLC
414 Union Street, Suite 1600
P.O. Box 198062
Nashville, TN 37219
Attorneys for ICG TELECOM GROUP, INC.

CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of this Arbitration Petition in the above captioned proceeding has been hand-delivered to the office of Guy Hicks, BellSouth Telecommunications, 333 Commerce St., Suite 2101, Nashville, Tennessee 37201-3300 on this the 15 day of September, 1999.

A handwritten signature, appearing to read "Guy Hicks", is written over a horizontal line.

**BEFORE THE TENNESSEE REGULATORY AUTHORITY
NASHVILLE, TENNESSEE**

**IN RE: PETITION BY ICG TELECOM)
GROUP, INC. FOR ARBITRATION)
OF AN INTERCONNECTION)
AGREEMENT WITH BELL SOUTH) DOCKET NO. 99-00377
TELECOMMUNICATIONS, INC.)
PURSUANT TO SECTION 252(b) OF)
THE TELECOMMUNICATIONS)
ACT OF 1996**

**ICG TELECOM GROUP, INC.'S FIRST SET OF INTERROGATORIES
TO BELL SOUTH TELECOMMUNICATIONS, INC.**

ICG Telecom Group, Inc. ("ICG") hereby requests BellSouth Telecommunications, Inc. ("BellSouth") to provide answers to the following interrogatories:

DEFINITIONS

As used herein, the following terms shall have the meanings indicated:

- i. "Authority" refers to the Tennessee Regulatory Authority.
- ii. "BellSouth" means BellSouth Telecommunications, Inc., its subsidiaries and affiliates, their present and former officers, employees, agents, directors, and all other persons acting or purporting to act on behalf of BellSouth.
- iii. "ICG" means ICG Telecom Group, Inc., its subsidiaries and affiliates, their present and former officers, employees, agents, directors, and all other persons acting or purporting to act on behalf of ICG.

iv. "Identification" or "identify" when used in reference to: (i) a natural individual, requires you to state his or her full name and residential and business address; (ii) a corporation, requires you to state its full corporate name and any names under which it does business, the state of incorporation, and the address of its principal place of business; (iii) a document, requires you to state the number of pages and the nature of the document (e.g., a letter or memorandum), its title, its date, the name or names of its authors and recipients, and its present location or custodian; (iv) a communication, requires you, if any part of the communication was written, to identify the document or documents which refer to or evidence the communication, and to the extent that the communication was not written, to identify the persons participating in the communication and to state the date, manner, place, and substance of the communication.

v. "CLEC" means a competitive local exchange carrier or competing local provider.

vi. "LEC" means a local exchange carrier, including but not limited to CLECs and ILECs.

vii. "ILEC" means an incumbent local exchange carrier.

viii. "ISP" means an Internet Service Provider.

ix. "IXC" means an interexchange carrier.

x. "CMRS" means Commercial Mobile Radio Service.

xi. "SQM" means BellSouth's Service Quality Measurement Reports.

xii. "UNE" means unbundled network element.

INSTRUCTIONS

- a. If any response required by way of answer to these Interrogatories is considered to contain confidential or protected information, please furnish this information subject to an appropriate protective agreement.
- b. If any response required by way of answer to these Interrogatories is withheld under a claim of privilege, please identify the privilege asserted and describe the basis for such assertion.
- c. These Interrogatories are to be answered with reference to all information in your possession, custody or control or reasonably available to you.
- d. If any Interrogatory cannot be responded to in full, answer to the extent possible and specify the reason for your inability to respond fully. If you object to any part of an Interrogatory, answer all parts of the Interrogatory to which you do not object, and as to each part to which you do object, separately set forth the specific basis for the objection.
- e. These Interrogatories are continuing in nature and require supplemental responses should information unknown to you at the time you serve your responses to these Interrogatories subsequently become known or should your initial response be incorrect or untrue.

INTERROGATORIES

1. Does BellSouth serve its ISP customers from intrastate or interstate tariffs? Specify the tariff rates and references under which charges to ISP customers are currently made. If BellSouth has changed its policy or practice in this regard in the past three years, please state when it was changed and describe the change in detail.

2. Does BellSouth count revenues and expenses associated with its services to ISP customers as intrastate or interstate revenues and expenses for separations and ARMIS reporting purposes? If BellSouth has changed its policy or practice in this regard in the past three years, please state when it was changed and describe the change in detail.

3. Does BellSouth meter or otherwise segregate ISP-bound traffic from local traffic that is not ISP-bound for purposes of reciprocal compensation or for any other purpose? If BellSouth has changed its policy or practice in this regard in the past three years, please state when it was changed and describe the change in detail.

4. When a BellSouth telephone exchange customer calls an ISP within that caller's local calling area, does BellSouth bill the call as a local call pursuant to its intrastate tariffs or as a long distance call pursuant to interstate tariffs?

5. Under what circumstances do BellSouth telephone exchange customers in Tennessee calling BellSouth-served ISPs dial each of the following number patterns:

- a. 7 digit number
- b. 1 plus a 7 digit number
- c. 10 digit number
- d. 1 plus a 10 digit number

6. Describe the mechanism, if any, on which BellSouth relies to identify ISP-bound calls.

7. How many of BellSouth's customers in Tennessee that are not telecommunications carriers are ISPs?

8. How many of BellSouth's customers in Tennessee are both telecommunications carriers and ISPs?

9. Please provide a description of BellSouth's success in marketing its services to ISPs in Tennessee. More specifically, please populate the following table with the required information:

(As of year end)	1995	1996	1997	1998
Number of ISPs served by BellSouth:				
Number of ISPs served using business lines:				
Number of ISPs served using PBX trunks:				
Number of ISPs served using intrastate private line services:				
Number of ISPs served using intrastate special access services:				
Number of ISPs served using interstate private line services:				
Number of ISPs served using interstate special access services:				
Number of ISPs served by other means (explain):				

10. Provide the number of minutes of use (MOUs) that were delivered by BellSouth directly to ISPs (*i.e.*, excluding traffic delivered to other telecommunications carriers for retransmission to ISPs) during 1998 within BellSouth's Tennessee network.

a. Provide the same information for 1999 year to date, specifying the end date of such period.

11. Provide the number of minutes of use (MOUs) that were delivered by BellSouth to other telecommunications carriers for retransmission to ISPs during 1998 within BellSouth's Tennessee network.

a. Provide the same information for 1999 year to date, specifying the end date of such period.

12. Provide the number of minutes of use (MOUs) that were delivered to BellSouth by other telecommunications carriers for retransmission to ISPs during 1998 within BellSouth's Tennessee network.

a. Provide the same information for 1999 year to date, specifying the end date of such period.

13. Provide the total number of minutes of use (MOUs) originated on BellSouth's Tennessee network in 1998 that were classified as intrastate for jurisdictional reporting purposes.

a. Provide the same information for 1999 year to date, specifying the end date of such period.

b. For each of the same periods, provide the number of MOUs included in your response to this Interrogatory for which BellSouth billed intrastate switched access charges.

14. Provide the total number of minutes of use delivered to end users (including ISPs) on BellSouth's Tennessee network in 1998 that were classified as intrastate for jurisdictional reporting purposes.

a. Provide the same information for 1999 year to date, specifying the end date of such period.

b. For each of the same periods, provide the number of MOUs included in your response to this Interrogatory for which BellSouth billed intrastate switched access charges.

15. Please provide a description of BellSouth's access line growth over the past four years. More specifically, please populate the following table with the required information:

Current # of Access Lines served by BellSouth:	1995	1996	1997	1998
Residential				
Business				

16. Please provide a description of BellSouth's success in marketing second access lines to residential customers. More specifically, please populate the following table with the required data:

	1995	1996	1997	1998
Number of Residential Customers Purchasing a Second Access Line from BellSouth				
Percentage of All BellSouth Residential Customers Purchasing a Second Access Line				
Number of Residential Customers Purchasing a Third Access Line from BellSouth				
Percentage of All BellSouth Residential Customers Purchasing a Third Access Line				

17. Does BellSouth allow ISPs that are not CLECs to collocate their equipment in BellSouth central offices? If the answer to this question is anything other than an unequivocal "No," please identify the ISP providers that are currently collocated in BellSouth central offices, including the BellSouth central offices that currently house collocation arrangements between BellSouth and ISPs.

18. Please state whether BellSouth will provide ICG the packet-switching network elements identified in Issue 3 of ICG's Petition for Arbitration.

19. Has any telecommunications carrier, other than ICG, requested that BellSouth provide any of these packet-switching network elements? If the answer is yes, has BellSouth refused to provide those network elements to such requesting carriers? If the answer is no, please state which packet-switching network elements have been provided, to which carriers, and subject to what terms and conditions, if any.

20. With respect to the provision of DS-3, OC-3, OC-12, and OC-48 entrance facilities, please provide the following information:

a. Will BellSouth provide ICG with each of the foregoing types of entrance facilities as unbundled network elements? If not, please identify the type of facility and explain why BellSouth will not provide that entrance facility as an unbundled network element.

b. Has any telecommunications carrier requested BellSouth to provide these types of entrance facilities as unbundled network elements? If so, identify each carrier, the type of facility requested, and state BellSouth's response.

c. Have cost-based rates been established for these types of entrance facilities as unbundled network elements? If so, please identify and describe those rates.

d. If cost-based rates have not been established for these types of entrance facilities as unbundled network elements, please explain why not.

21. Please provide the following information concerning OC-3, OC-12 and OC-48 transport:

a. Will BellSouth provide OC-3, OC-12 and OC-48 interoffice transport as unbundled network elements? If not, please identify the type of transport and explain why BellSouth will not provide that type of transport as an unbundled network element.

b. Has any telecommunications carrier requested BellSouth to provide these types of transport as unbundled network elements? If so, identify each carrier, the type of transport requested, and state BellSouth's response.

c. Have cost-based rates been established for these types of transport as unbundled network elements? If so, please identify and describe those rates.

d. If cost-based rates have not been established for these types of transport as unbundled network elements, please explain why not.

22. Please provide the following information concerning channelization and/or multiplexing required to convert: (i) voice-grade unbundled loops (DS-0) to DS-1 level for connection with the ICG and/or other telecommunications carrier transport and (ii) DS-1 unbundled loops to DS-3 level for connection with the ICG and/or other telecommunications transport:

a. Will BellSouth provide ICG with channelization and/or multiplexing required to convert: (i) voice-grade unbundled loops (DS-0) to DS-1 level for connection with the ICG and/or other telecommunications carrier transport and (ii) DS-1 unbundled loops to DS-3 level for connection with the ICG and/or other telecommunications transport as unbundled network elements? If not, please explain why not.

b. Has any telecommunications carrier requested BellSouth to provide these types of channelization and/or multiplexing as unbundled network elements? If so, identify each carrier, the type of channelization and/or multiplexing requested, and state BellSouth's response.

c. Have cost-based rates been established for these types of channelization and/or multiplexing as unbundled network elements? If so, please identify and describe those rates.

d. If cost-based rates have not been established for these types of channelization and/or multiplexing as unbundled network elements, please explain why not.

23. Please separately identify the total number of DS1 and DS3 circuits in service in BellSouth's territory within Tennessee in 1995. Please provide the same information for years 1996, 1997 and 1998. The following table should provide assistance in understanding this request:

Year	Number of DS1 circuits in service (end of year)	Number of DS3 circuits in service (end of year)
1995		
1996		
1997		
1998		

24. Is it BellSouth's position that ICG must collocate in order to combine two or more UNEs? If yes, explain the basis for BellSouth's position.

a. Would BellSouth, under any circumstance, agree to combine UNEs for ICG? If yes, please describe these circumstances and state what charges, if any, BellSouth would impose for combining UNEs.

b. Has any State public utility commission required BellSouth to combine UNEs?

c. Has BellSouth combined or agreed to combine UNEs on behalf of any telecommunications carrier in Tennessee? If yes, please identify (i) the carriers; (ii) the combinations provided or to be provided; and (iii) the terms and conditions under which such combinations were or will be provided.

25. Has BellSouth agreed to provide an "Enhanced Extended Link" or "EEL" alternative in Tennessee? If the answer is no, state the reason(s) for BellSouth's refusal to provide

EEL. If yes, please identify: (i) the carriers; and (ii) the terms and conditions under which the EEL has been or will be provided.

26. Other than BellSouth's private line and special access services, does BellSouth currently offer any retail or access service utilizing a combination of a loop and dedicated transport connecting the loop to a switch that is not located in the central office or wire center serving the loop? If so, please identify each such service arrangement.

27. Please fully explain the offering of UNE combinations announced in BellSouth's March 3, 1999 press release as posted on the BellSouth interconnection web site, including the full list of UNE combinations made available, all recurring and non-recurring prices, any other prices or charges, and any requirements imposed for obtaining access to each of these UNE combinations.

28. Is BellSouth willing to provide volume and term discounts to ICG for (i) unbundled local loops, (ii) dedicated transport, (iii) local channel elements, (iv) frame relay service, (v) xDSL service? If not, state BellSouth's basis for its refusal.

29. Does BellSouth use a "fill factor" in arriving at average TELRIC costs for unbundled network elements (i.e. unbundled loops, unbundled interoffice transport, etc.)? If so, are those fill factors consistent with the "total capacity" of the equipment, the "engineered capacity" of the equipment, the "actual capacity of the equipment," or based upon some other capacity consideration. For purposes of this question, please use the following definitions:

"Total Capacity" means the absolute maximum physical capacity available within a piece of equipment. For example, if a digital loop carrier remote terminal were equipped to

accommodate 672 DSO equivalent circuits, TELRIC rates for UNEs using this equipment would include 1/672 of the remote terminal's total investment given a "total capacity" assumption.

"Engineered Capacity" means the capacity of a system as designed to operate at peak efficiency taking into consideration maintenance and all other factors (except future demand). For example, if studies showed that the costs of maintaining 100 pair copper cables began to increase dramatically when the number of working circuits on the cable exceeded 90, the TELRIC study would allocate (100/90) of the cable's investment to 90 UNEs using this facility.

"Actual Capacity" means the capacity at which BellSouth's system uses this equipment on average. Generally actual capacity is measured with the use of an internal study of the equipment and the extent to which it is currently being used.

a. If the fill factors used within BellSouth's TELRIC do not meet any of the definitions above, please explain the underlying rationale behind the fill factors that were ultimately chosen to be used.

b. If the fill factors used within BellSouth's studies were ordered by a public utility commission, please explain BellSouth's position as to the underlying rationale behind those fill factors.

30. Has BellSouth committed to provide ICG the same pricing proposals as are provided to BellSouth's internal retail organizations or affiliates, including a discount in competitive situations? If the answer is in the negative, state BellSouth's reason for its refusal.

a. Provide the same information requested above for BellSouth's retail operation.

b. Please describe any volume and/or term discounts that BellSouth offers its retail customers under tariff and provide copies of the relevant tariff pages.

c. Please describe any volume and/or term discounts that BellSouth provides its retail customers under contracts that include pricing not reflected in BellSouth tariffs.

31. Describe in detail the rate, if any, that BellSouth charges to CLECs for delivering dial-up calls to BellSouth-served ISPs.

32. If BellSouth charges CLECs a rate for delivering dial-up calls to BellSouth-served ISPs that is different from the rate that BellSouth charges CLECs for terminating non-ISP-bound local calls, or if BellSouth does not charge CLECs for delivering dial-up calls to BellSouth-served ISPs, please describe in detail the mechanism or method, if any, on which BellSouth relies to identify ISP-bound calls for such purpose. If the mechanism or method differs in any way from the mechanism (if any) described in your response to Interrogatory No. 6, explain in detail the reason for each difference.

33. State whether cost studies have been or are being prepared by or on behalf of BellSouth demonstrating the cost differences, if any, between transporting and terminating ISP-bound traffic and other types of local traffic.

34. Have the reciprocal compensation rates for the transport and termination of local traffic contained in interconnection agreements reached by BellSouth in 1999 tended to be lower or higher than such rates contained in interconnection agreements reached by BellSouth in 1996-97? If such rates have tended to be lower or higher, please explain in detail the reasons for such change.

35. Please describe, by vendor, the switching platforms that BellSouth utilizes to perform either tandem or end office switching functions within its network, throughout its service territory, by completing the following table:

Vendor/Switch Type	Number of switches of this type deployed by BellSouth as Tandem (either local or toll tandem) Switches	Number of switches of this type deployed by BellSouth as End Office Switches
Nortel		
DMS 100		
DMS 250/500		
Lucent		
5ESS		
Siemens		
EWSD		
Ericcson		
Other		

36. Please describe what BellSouth would consider to be the fundamental, functional difference between the operations of its Tandem (Class 4) and End Office (Class 5) switches. Please describe in detail all fundamental functional differences between these two switch types as used within the BellSouth network and the underlying engineering rationale for BellSouth's use of this type of switching hierarchy.

37. Please confirm or deny that there are circumstances wherein a local call both originates and terminates in the BellSouth network, but, the call terminates to an NXX served by a switch other than the switch from which the call was originated.

a. If confirmed, do such calls always utilize a BellSouth tandem to reach the terminating office or are there circumstances wherein the two end offices are directly connected?

b. Please provide the percentage of BellSouth calls, based upon current calling patterns, that fall within the following categories regarding their origination and termination characteristics:

	Call Characteristics	Percentage of All Local Calls
(i)	Local Calls that originate and terminate from/to NXXs served by the same end office switch	_____ %
(ii)	Local Calls that originate and terminate from/to NXXs served by two separate end office switches and are transported through at least one other switch (either a toll or local tandem)	_____ %
(iii)	Local Calls that originate and terminate from/to NXXs served by two separate end office switches and are transported via direct trunks connecting the two end office switches	_____ %
(iv)	Other (Please explain)	_____ %

c. For all calls that meet the characteristics associated with numbers (ii) and (iii) above, please provide the average transport distance between the two end offices within which the calls originate and terminate.

38. Describe the extent to which, and the process by which, BellSouth terminates either local or toll traffic for independent, incumbent local exchange carriers.

a. Are the rates, terms and conditions under which BellSouth terminates local or toll traffic for independent, incumbent local exchange carriers governed by a contract between BellSouth and any individual or group of independent, incumbent local exchange carriers?

b. Are the rates, terms and conditions under which BellSouth terminates local or toll traffic for independent, incumbent local exchange carriers governed by a publicly filed tariff? If so, please identify the tariff that governs this traffic.

c. For the past 12 months, please provide the total number of minutes that BellSouth has terminated for independent, incumbent local exchange carriers. If this data is not available for the past 12 months, please provide as much of this data as is available and identify the time period for which it is relevant.

d. Please provide the amount of charges assessed by BellSouth to independent, incumbent local exchange carriers for BellSouth's termination of either toll or local traffic over the time period for which the terminated minutes provided in question 38.c above are provided.

e. If BellSouth was required to pay any charges to terminate the traffic provided in response to question 38.c above, please provide the extent of those charges and describe the rates, terms and conditions by which BellSouth is required to pay such charges.

39. Describe the extent to which, and the process by which, independent, incumbent local exchange carriers terminate either local or toll traffic for BellSouth.

a. Are the rates, terms and conditions under which independent, incumbent local exchange carriers terminate local or toll traffic for BellSouth governed by a contract between BellSouth and any individual or group of independent, incumbent local exchange carriers?

b. Are the rates, terms and conditions under which independent, incumbent local exchange carriers terminate local or toll traffic for BellSouth governed by a publicly filed tariff? If so, please identify the tariff that governs this traffic.

c. Please provide the total number of minutes that independent, incumbent local exchange carriers have, over the past 12 months, terminated for BellSouth. If this data is not available for the past 12 months, please provide as much of this data as is available and identify the time period for which it is relevant.

d. Please provide the amount of charges assessed by independent, incumbent local exchange carriers to BellSouth for termination of either toll or local traffic over the time period for which the terminated minutes provided in question 39.c above are provided.

e. If independent, incumbent local exchange carriers were required to pay any charges to terminate BellSouth's traffic provided in response to question 39.c above, please provide the extent of those charges and describe the rates, terms and conditions by which independent, incumbent local exchange carriers are required to pay such charges.

40. Provide the number of minutes of use (MOUs) that were delivered by CMRS carriers to BellSouth over CMRS Type 1 interconnections during 1998 within BellSouth's Tennessee network.

a. Provide the same information for 1999 year to date, specifying the end date of such period.

41. Provide the number of minutes of use (MOUs) that were delivered by CMRS carriers to BellSouth over CMRS Type 2A interconnections during 1998 within BellSouth's Tennessee network.

a. Provide the same information for 1999 year to date, specifying the end date of such period.

42. Provide the number of minutes of use (MOUs) that were delivered by CMRS carriers to BellSouth over CMRS Type 2B interconnections during 1998 within BellSouth's Tennessee network.

a. Provide the same information for 1999 year to date, specifying the end date of such period.

43. Provide the number of minutes of use (MOUs) that were delivered by BellSouth to CMRS carriers over CMRS Type 1 interconnections during 1998 within BellSouth's Tennessee network.

a. Provide the same information for 1999 year to date, specifying the end date of such period.

44. Provide the number of minutes of use (MOUs) that were delivered by BellSouth to CMRS carriers over CMRS Type 2A interconnections during 1998 within BellSouth's Tennessee network.

a. Provide the same information for 1999 year to date, specifying the end date of such period.

45. Provide the number of minutes of use (MOUs) that were delivered by BellSouth to CMRS carriers over CMRS Type 2B interconnections during 1998 within BellSouth's Tennessee network.

a. Provide the same information for 1999 year to date, specifying the end date of such period.

46. Have cost studies been prepared by or on behalf of BellSouth relating to:

a. LIGHTgate/SMARTgate;

- b. SMARTpath;
- c. SMARTring.

If the answer is yes, for each of the items enumerated above, provide an explanation of the costing methodology used.

47. Please provide the “average number of minutes per call” that BellSouth includes within the BellCore Switching Cost Information System (“SCIS”) used to arrive at total element long run incremental costs (“TELRIC”) for its local switching, transport, and termination unbundled network elements (“UNEs”).

- a. Please indicate the time frame from which the average number of minutes per call data was calculated.

- b. Please explain the process by which BellSouth arrived at the average number of minutes per call and the types of calls that were subsequently included.

48. Please provide the total end office and tandem switching “melded” cost per “call setup” as derived within SCIS for BellSouth’s local switching, transport, and termination unbundled network elements. Said another way, please provide the “set up cost” that BellSouth contends it incurs in establishing a call.

49. Please provide the total end office and tandem switching “melded” cost for “call duration” as derived within SCIS for BellSouth’s local switching, transport, and termination UNEs. Said another way, please provide the per minute costs BellSouth contends it incurs in provided transport and termination.

50. Using information from questions 47 through 49 above, please show BellSouth’s calculations supporting its average TELRIC cost per minute of use for transport and termination

of UNEs. Use any additional information necessary, but highlight the source of that information and describe the manner in which it was compiled and why it is used. If BellSouth arrives at its average TELRIC cost per minute of use for transport and termination by establishing individual rates for end office switching, tandem switching, interoffice transport (mileage and/or terminations), or any other rate element, please perform calculations for each rate element separately.

51. Describe in detail the proposal by BellSouth at the March 10, 1999 meeting between representatives of BellSouth and representatives of the FCC's Common Carrier Bureau's Policy and Program Planning Division with respect to self-executing enforcement mechanisms applicable to BellSouth's nondiscriminatory access to unbundled network elements and the functionalities provided by its operation support systems and provide any documents concerning the March 10, 1999 meeting.

52. To the extent not presently available in BellSouth's SQM reports on its website, please state the number and percentage of all orders for unbundled local loops in BellSouth's region which were "held" due to a lack of facilities or for any other reason during the most recent 12-month period for which data is available. Please categorize the information by reason for delay, e.g., lack of facilities, by state, and by month.

53. To the extent not presently available in BellSouth's SQM reports on its website, please provide the following information with respect to orders for unbundled local loops in BellSouth's region submitted mechanically to BellSouth's OSS in the past 12 months:

a. What percentage of such orders have been rejected or returned to the submitting CLEC for additional information, clarification, or correction?

- b. Provide a detailed explanation of how such percentage was calculated.
- c. What is the interval between detection of an error and CLEC notification of the error?
- d. Identify the 10 most frequent reasons that a CLEC order is rejected or returned to the submitting CLEC for additional information, clarification, or correction.
- e. What percentage of the total orders flowed through BellSouth's OSS systems without manual processing?

54. To the extent not presently available in BellSouth's SQM reports on its website, please provide the average elapsed time from BellSouth's receipt of a valid order to the CLEC's receipt of a firm order confirmation for orders for unbundled local loops in BellSouth's region for the past 12 months.

55. To the extent not presently available in BellSouth's SQM reports on its website, please provide the average elapsed time for BellSouth to provision a CLEC order for an unbundled local loop in BellSouth's region for the past 12 months.

56. To the extent not presently available in BellSouth's SQM reports on its website, provide (without identifying the customer) the averaged elapsed time it took for BellSouth to fulfill each request for physical and virtual collocation measured from the time the request was received for the past 12 months.

57. To the extent not presently available in BellSouth's SQM reports on its website, please provide the following information for all CLEC orders for unbundled local loops processed by BellSouth throughout its region in the last 12 months:

- a. The average jeopardy notice interval;

b. Describe in detail how the interval was calculated, including all calculations and assumptions;

c. What percentage of CLEC orders were given a jeopardy notice?

58. To the extent not presently available in BellSouth's SQM reports on its website, please provide the following information for all CLEC orders for unbundled local loops provisioned by BellSouth in the last 12 months:

a. What percent involved missed installation appointments?

b. Describe in detail how the percentage was calculated including all calculations and assumptions.

c. What was the average completion notice interval?

59. To the extent not presently available in BellSouth's SQM reports on its website, please provide the following information for all CLEC orders for unbundled local loops provisioned by BellSouth which required BellSouth to disconnect an unbundled loop from BellSouth's switch and cross connect it to a CLEC in BellSouth's region in the past 12 months:

a. The number of such requests;

b. The average time it took BellSouth to complete the conversion.

60. To the extent not presently available in BellSouth's SQM reports on its website, please provide the total number of trouble reports received by BellSouth from CLECs in BellSouth's region in the past 12 months and state what percent were not cleared by the date and time committed?

61. Provide the same information requested in Interrogatory No. 60 for BellSouth's retail operations.

62. To the extent not presently available in BellSouth's SQM reports on its website, please provide the total number of out of service troubles reported to BellSouth by CLECs in BellSouth's region in the past 12 months:

- a. Provide the percent cleared in excess of 24 hours;
- b. Provide the percent cleared in excess of 48 hours;
- c. Provide the percent cleared in excess of 72 hours.

63. Provide the same information requested in Interrogatory No. 62 for BellSouth's retail operations.

64. With respect to the contractual or tariffed arrangements between BellSouth and its retail and access customers, do any such arrangements for service include a commitment by BellSouth to provide rebates, credits, prorated bills, or other forms of compensation in the event the retail or access customer experiences a service outage? If the answer is yes, please provide the following information for each such arrangement:

- a. The individual service or product for which BellSouth agrees to provide rebates, credits, prorated bills, or other compensation in the event of a service outage;
- b. The criteria governing the point at which the BellSouth retail or access customer would be entitled to the prescribed credit, proration, or other compensation for each such service or product;
- c. The formula or methodology for quantifying the amount of credit, proration, or other compensation to which the BellSouth retail or access customer would be entitled that is applicable to each such service or product;

d. The name of the tariff (including the page number and paragraph number) that delineates the right of the BellSouth retail or access customer to a credit, proration, or other compensation and sets forth the methodology for quantifying and applying same;

e. The dollar amount of credits, prorations, rebates, or other forms of compensation that BellSouth has provided to its retail and access customers for each such service or product (1) during calendar year 1998 and (2) during 1999 to date.

65. With respect to the tariffed or contractual arrangements between BellSouth and its retail and access customers, in the event a BellSouth retail or access customer experiences an outage, does BellSouth ever provide a replacement service or product at a discount from the standard or discounted contractual or tariffed rate? If the answer is yes, please provide:

a. Each service or product that is the subject of a commitment or business practice of discounted replacement services;

b. The criteria for determining the circumstances under which replacement services would be provided;

c. The specific replacement services that would be provided for each service or product in the event of a "qualifying" outage;

d. The discount that would be provided with each such replacement service;

e. The tariff (including page number and paragraph number) that sets forth the customer's right to replacement service, the circumstances under which replacement services will be provided, and the amount of the discount for the replacement service for each service or product listed in response to 65.a above; and

f. The dollar value of discounted replacement services provided in lieu of the interrupted service during calendar years 1998 and 1999 to date.

66. What specific performance measures and related benchmarks does BellSouth propose to include in its interconnection agreement with ICG? With respect to each proposed benchmark, please provide:

- a. The standard of parity it is designed to meet;
- b. The manner in which it was formulated or derived;
- c. The specific commercial usage data, if any, on which it is based; and
- d. A detailed comparison between the proposed standard and the manner in which BellSouth provides service to its own retail customers.

67. Describe in detail the equipment and services provided to BellSouth Telecommunications, Inc. by BellSouth.net, Inc. that are referred to in BellSouth's April 21, 1999 response to the Collocation Workshop Data Request in Georgia Public Service Commission, Docket No. 10429-U, including but not limited to:

- a. the nature of the equipment provided by BellSouth.net, Inc. and a description of how it is used by BellSouth Telecommunications, Inc.;
- b. the nature of the services provided by BellSouth.net, Inc. and a description of how those services are used by BellSouth Telecommunications, Inc. in connection with the provision of BellSouth.net service or otherwise;
- c. the terms and conditions pursuant to which such equipment and services are provided by BellSouth.net, Inc. to BellSouth Telecommunications, Inc.;

d. the basis or methodology used to determine the prices for such equipment and services; and

e. identification and description of all contracts, agreements, memoranda of understanding, or other arrangements pursuant to which such equipment and services are provided.

68. Describe in detail any equipment or services provided to BellSouth.net, Inc. by BellSouth Telecommunications, Inc., including but not limited to:

a. the nature of any equipment provided by BellSouth Telecommunications, Inc. and a description of how it is used by BellSouth.net, Inc.;

b. the nature of any services provided by BellSouth Telecommunications, Inc. and a description of how those services are used by BellSouth.net, Inc.;

c. whether or not any or all of such equipment or services are provided pursuant to tariffs, including identification of the applicable tariff, page, and section;

d. to the extent not provided pursuant to tariff, the terms and conditions pursuant to which such equipment and services are provided by BellSouth Telecommunications, Inc. to BellSouth.net, Inc.;

e. to the extent not provided pursuant to tariff, the basis or methodology used to determine the prices for such equipment and services; and

f. identification and description of all contracts, agreements, memoranda of understanding, or other arrangements pursuant to which such equipment and services are provided.

69. Describe in detail any equipment or services provided to BellSouth Telecommunications, Inc. by any affiliated entity other than BellSouth.net, Inc. that are used by

BellSouth Telecommunications, Inc. in connection with the provision of BellSouth.net service, including but not limited to:

- a. the identity of the affiliated entity providing such equipment or service;
- b. the nature of any equipment provided by such affiliated entity and a description of how it is used by BellSouth Telecommunications, Inc.;
- c. the nature of the services provided by such affiliated entity and a description of how those services are used by BellSouth Telecommunications, Inc. in connection with the provision of BellSouth.net service or otherwise;
- d. the terms and conditions pursuant to which such equipment and services are provided by such affiliated entity to BellSouth Telecommunications, Inc.;
- e. the basis or methodology used to determine the prices for such equipment and services; and
- f. identification and description of all contracts, agreements, memoranda of understanding, or other arrangements pursuant to which such equipment and services are provided.

70. Describe in detail how BellSouth Telecommunications, Inc. accounts for the investment, revenues, and expenses related to BellSouth.net services, including but not limited to:

- a. identification and description of all equipment used in connection with the provision of BellSouth.net service and how the investment in and expenses associated with such equipment is accounted for by BellSouth for regulatory accounting purposes;
- b. identification and description of all regulated telecommunications services used in connection with the provision of BellSouth.net service and how the cost of such services is accounted for by BellSouth for regulatory accounting purposes;

c. identification and description of all services of any kind or nature, other than regulated telecommunications services, used in connection with the provision of BellSouth.net service and how the cost of such services is accounted for by BellSouth for regulatory accounting purposes;

d. identification and description of any and all internal transfer payments between BellSouth's regulated operations and the BellSouth.net service and the basis or methodology for determining the dollar amount of such transfer payments; and

e. identification and description of any and all investments, costs, and revenues imputed to the BellSouth.net service for regulatory accounting purposes and the basis or methodology for determining the dollar amounts so imputed.

71. What is BellSouth's approximate share of the market for Internet access services in Tennessee?

72. What percentage of the subscribers to dial-up BellSouth.net service receive local telephone service at the primary location from which they use the BellSouth.net service from carriers other than BellSouth?

73. Does BellSouth actively market its BellSouth.net service to consumers and businesses who obtain local telephone service from carriers other than BellSouth?

74. Does BellSouth accept orders for dial-up BellSouth.net service from residential consumers who obtain local telephone service from carriers other than BellSouth?

a. If so, does BellSouth require such consumers to obtain a local telephone line from BellSouth in order to receive the BellSouth.net service?

75. Does BellSouth accept orders for dial-up BellSouth.net service from business customers who obtain local telephone service from carriers other than BellSouth?

a. If so, does BellSouth require such customers to obtain a local telephone line from BellSouth in order to receive the BellSouth.net service?

76. When a BellSouth.net subscriber in Memphis accesses the Tennessee Regulatory Authority web site, what carrier or other entity transports the communication between the Nashville and Memphis LATAs?

77. When a BellSouth.net subscriber in Birmingham, Alabama accesses the Tennessee Regulatory Authority web site, what carrier or other entity transports the communication between the Nashville and Birmingham LATAs?

78. Can a BellSouth.net subscriber select the carrier or other entity that transports that subscriber's Internet communications across LATA boundaries? If so, how?

79. Where is the computer that hosts the BellSouth interconnection web site physically located?

a. If there is more than one such computer, state the location of each.

b. If there is not a computer in each LATA hosting the BellSouth interconnection web site, when a BellSouth.net subscriber located in a LATA in which there is no such hosting computer accesses the BellSouth interconnection web site, what carrier or other entity transports that subscriber's communications between the LATA in which the subscriber is located and the LATA in which the hosting computer is located?

c. If there are computers in more than one LATA that host the BellSouth interconnection web site, describe the process by which information posted to the web site resident

on one such computer is made available on the web site resident on another such computer. If there is any interLATA telecommunications transmission involved in this process, identify the transporting carrier or other entity.

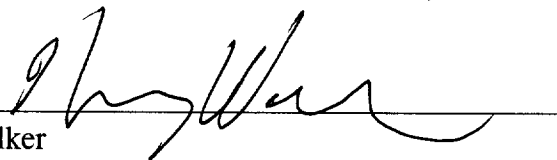
80. Identify any and all tariffs, contracts, agreements, memoranda of understanding, or other arrangements pursuant to which BellSouth has committed to construct, acquire, or provision specific telecommunications transport or switching facilities or capacity, or a specific quantity of telecommunications transport or switching capacity, based upon a forecast by any LEC, IXC, ISP, or retail customer of the amount or quantity of such telecommunications transport or switching facilities or capacity required to transport or switch a future volume of telecommunications traffic.

81. Provide the most recent draft of the "voluntary proposal" prepared by BellSouth concerning performance measures and penalties as referenced on page 10 of the September 7, 1999 brief filed by BellSouth in this proceeding.

Respectfully submitted,

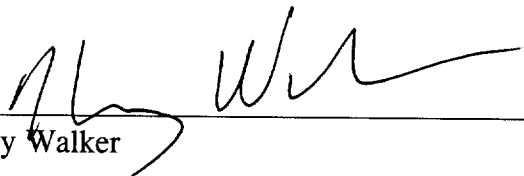
BOULT, CUMMINGS, CONNERS & BERRY, PLC

By: _____


Henry Walker
414 Union Street, Suite 1600
P.O. Box 198062
Nashville, Tennessee 37219
(615) 252-2363
Attorney for ICG Telecom Group, Inc.

CERTIFICATE OF SERVICE

I, Henry Walker, hereby certify that I have served a copy of the foregoing on Guy Hicks, Esq., BellSouth Telecommunications, Inc., 333 Commerce Street, Nashville, TN this 15th day of September, 1999 via hand delivery.


Henry Walker

**BEFORE THE TENNESSEE REGULATORY AUTHORITY
NASHVILLE, TENNESSEE**

**IN RE: PETITION BY ICG TELECOM)
GROUP, INC. FOR ARBITRATION)
OF AN INTERCONNECTION)
AGREEMENT WITH BELL SOUTH) DOCKET NO. 99-00377
TELECOMMUNICATIONS, INC.)
PURSUANT TO SECTION 252(b) OF)
THE TELECOMMUNICATIONS)
ACT OF 1996)**

**ICG TELECOM GROUP, INC.'S
FIRST REQUESTS FOR PRODUCTION OF DOCUMENTS
TO BELL SOUTH TELECOMMUNICATIONS, INC.**

ICG Telecom Group, Inc. ("ICG") hereby requests BellSouth Telecommunications, Inc. ("BellSouth") to produce documents in response to the following Requests for Production of Documents:

DEFINITIONS

As used herein, the following terms shall have the meanings indicated:

- i. "BellSouth" means BellSouth Telecommunications, Inc., its subsidiaries and affiliates, their present and former officers, employees, agents, directors, and all other persons acting or purporting to act on behalf of BellSouth.
- ii. "Authority" means the Tennessee Regulatory Authority.
- iii. "Document" or "documentation" means any medium upon which intelligence or information can be recorded or retrieved, and includes, without limitation, the original and each copy, regardless of origin and location, of any book, pamphlet, periodical, letter,

memorandum (including any memorandum or report of a meeting or conversation), invoice, bill, order, form, receipt, financial statement, accounting entry, diary, calendar, telex, telegram, e-mail, facsimile (“fax”), cable, report, recording, contract, agreement, study, handwritten note, drawing, sketch, graph, index, list, tape, photograph, microfilm, data sheet or data processing tape, disk, file stored on computer, or any other written, recorded, transcribed, punched tape, filmed or graphic matter, however produced or reproduced, which is in your possession, custody, control or otherwise accessible to you or which was, but is no longer, in your possession, custody or control.

iv. “ICG” means ICG Telecom Group, Inc., its subsidiaries and affiliates, their present and former officers, employees, agents, directors, and all other persons acting or purporting to act on behalf of ICG.

v. “Identification” or “identify” when used in reference to: (i) a natural individual, requires you to state his or her full name and residential and business address; (ii) a corporation, requires you to state its full corporate name and any names under which it does business, the state of incorporation, and the address of its principal place of business; (iii) a document, requires you to state the number of pages and the nature of the document (e.g., a letter or memorandum), its title, its date, the name or names of its authors and recipients, and its present location or custodian; (iv) a communication, requires you, if any part of the communication was written, to identify the document or documents which refer to or evidence the communication, and to the extent that the communication was not written, to identify the persons participating in the communication and to state the date, manner, place, and substance of the communication.

vi. “CLEC” means a competitive local exchange carrier or competing local provider.

- vii. “LEC” means a local exchange carrier, including but not limited to CLECs and ILECs.
- viii. “ILEC” means an incumbent local exchange carrier.
- ix. “ISP” means an Internet Service Provider.
- x. “IXC” means an interexchange carrier.
- xi. “CMRS” means Commercial Mobile Radio Service.
- xii. “SQM” means BellSouth’s Service Quality Measurement Reports.
- xiii. “UNE” means unbundled network element.

INSTRUCTIONS

a. If any response required by way of answer to these Requests for Production of Documents is considered to contain confidential or protected information, please furnish this information subject to an appropriate protective agreement.

b. If any response required by way of answer to these Requests for Production of Documents is withheld under a claim of privilege, please identify the privilege asserted and describe the basis for such assertion.

c. These Requests for Production of Documents are to be answered with reference to all information in your possession, custody or control or reasonably available to you.

d. If any Request for Production cannot be responded to in full, answer to the extent possible and specify the reason for your inability to respond fully. If you object to any part of a Request for Production, answer all parts of the Request to which you do not object, and as to each part to which you do object, separately set forth the specific basis for the objection.

e. These Requests for Production of Documents are continuing in nature and require supplemental responses should information unknown to you at the time you serve your responses to these Requests for Production of Documents subsequently become known or should your initial response be incorrect or untrue.

f. If there is any document or other item described by these Requests for Production of Documents which is no longer in your possession, custody or control, or is no longer in existence or accessible to you, please indicate:

i. the date and the nature of the disposition of such document or other item, including, but not limited to, whether such: (a) is missing or lost, (b) has been destroyed or (c) has been transferred to another person;

ii. the circumstances surrounding such disposition, including any authorization therefor; and

iii. where applicable, the person currently in possession, custody or control of such document or item.

REQUESTS FOR PRODUCTION

1. Please provide copies of the most recent cost studies prepared by or for BellSouth which show the recurring and non-recurring costs of providing each of the following types of unbundled local loops:

- a. 2-Wire Analog Voice Grade Loop
- b. 4-Wire Analog Voice Grade Loop
- c. 2-Wire ISDN (BRI) Digital Grade Loop
- d. 2-Wire ADSL-Compatible Loop

- e. 2-Wire HDSL-Compatible Loop
- f. 4-Wire HDSL-Compatible Loop

Please provide the complete working copy of each cost study, including a complete working copy of all computerized models involved in preparing the cost estimate with data intact; a complete set of work papers with all special studies, data sources, data inputs and assumptions; and a complete set of cost study documentation.

2. Please provide the most recent cost studies prepared by or for BellSouth which show the recurring and non-recurring costs of providing interoffice transport to ICG or other telecommunications carriers as may be required to transport traffic from BellSouth's end office where unbundled loops are ordered to another BellSouth end office or tandem switch. Please identify the cost separately for DS-1 dedicated and DS-3 dedicated transport. Please provide the complete working copy of each cost study, including a complete working copy of all computerized models involved in preparing the cost estimate with data intact; a complete set of work papers with all special studies, data sources, data inputs and assumptions; and a complete set of cost study documentation.

3. Provide the most recent cost studies prepared by or for BellSouth which show the recurring and non-recurring cost of providing analog and digital cross-connections required to connect an unbundled local loop to the ICG system and/or other telecommunications carrier systems. Please provide the complete working copy of each cost study, including a complete working copy of all computerized models involved in preparing the cost estimate with data intact; a complete set of work papers with all special studies, data sources, data inputs and assumptions; and a complete set of cost study documentation.

4. Please provide copies of the most recent cost studies prepared by or for BellSouth which show the recurring and non-recurring costs of each of the following types of entrance facility:

- a. DS-3;
- b. OC-3;
- c. OC-12; and
- d. OC-48.

Please separately identify non-recurring costs, recurring costs, fixed costs and distance-related costs. Please provide the complete working copy of each cost study, including a complete working copy of all computerized models involved in preparing the cost estimate with data intact; a complete set of work papers with all special studies, data sources, data inputs and assumptions; and a complete set of cost study documentation.

5. Please provide copies of the most recent cost studies prepared by or for BellSouth which show the recurring and non-recurring costs of each of the following types of transport as an unbundled network element:

- a. OC-3;
- b. OC-12; and
- c. OC-48.

Please separately identify non-recurring costs, recurring costs, fixed costs and distance-related costs. Please provide the complete working copy of each cost study, including a complete working copy of all computerized models involved in preparing the cost estimate with data intact; a complete set of work papers with all special studies, data sources, data inputs and assumptions; and a complete set of cost study documentation.

6. Please provide copies of the most recent cost studies prepared by or for BellSouth which show the recurring and non-recurring costs of channelization and/or multiplexing required to convert (1) voice-grade unbundled loops (DS-0) to DS-1 level for connection with the ICG and/or other telecommunications carrier transport and (ii) DS-1 unbundled loops to DS-3 level for connection with the ICG and/or other telecommunications transport. Please separately identify non-recurring costs, recurring costs, fixed costs and distance-related costs. Please provide the complete working copy of each cost study, including a complete working copy of all computerized models involved in preparing the cost estimate with data intact; a complete set of work papers with all special studies, data sources, data inputs and assumptions; and a complete set of cost study documentation.

7. For each service identified in your response to Interrogatory No. 26 in ICG's First Set of Interrogatories:

a. Provide copies of the relevant tariff pages describing: (i) the service or services and (ii) the recurring and non-recurring rates that apply thereto;

b. To the extent such service arrangements are covered by contracts in lieu of or in addition to BellSouth tariffs, provide:

i. a copy of BellSouth's standard form contract(s) for such arrangements, and

ii. the number of such contracts currently in effect with (a) retail customers and (b) CLECs; and

c. Provide copies of any cost studies prepared in support of charges for such arrangements. Please provide the complete working copy of each cost study, including a complete

working copy of all computerized models involved in preparing the cost estimate with data intact; a complete set of work papers with all special studies, data sources, data inputs and assumptions; and a complete set of cost study documentation.

8. Please provide copies of all contracts with BellSouth retail customers that include pricing not reflected in BellSouth tariffs.

9. Please provide the complete working copy of each cost study that has been or is being prepared by or on behalf of BellSouth demonstrating the cost differences, if any, between transporting and terminating ISP-bound traffic and other types of local traffic, including a complete working copy of all computerized models involved in preparing the cost estimate with data intact; a complete set of work papers with all special studies, data sources, data inputs and assumptions; and a complete set of cost study documentation.

10. Provide the most recent cost studies prepared by or for BellSouth relating to local traffic transport and termination (including end office switching, transport, and tandem switching). Please provide the complete working copy of each cost study, including a complete working copy of all computerized models involved in preparing the cost estimate with data intact; a complete set of work papers with all special studies, data sources, data inputs and assumptions; and a complete set of cost study documentation.

11. Please provide copies of each of the contracts, if any, that govern the rates, terms, and conditions under which BellSouth terminates local or toll traffic for independent, incumbent local exchange carriers.

12. Please provide a copy of each tariff, if any, that governs the rates, terms, and conditions under which BellSouth terminates local or toll traffic for independent, incumbent local exchange carriers.

13. Please provide copies of each of the contracts, if any, that govern the rates, terms, and conditions under which independent, incumbent local exchange carriers terminate local or toll traffic for BellSouth.

14. Please provide a copy of each tariff, if any, that governs the rates, terms, and conditions under which independent, incumbent local exchange carriers terminate local or toll traffic for BellSouth.

15. Please provide the most recent cost studies prepared by or for BellSouth relating to each of the following:

- a. LIGHTgate/SMARTgate;
- b. SMARTpath;
- c. SMARTring.

Please provide the complete working copy of each cost study, including a complete working copy of all computerized models involved in preparing the cost estimate with data intact; a complete set of work papers with all special studies, data sources, data inputs and assumptions; and a complete set of cost study documentation.

16. Provide copies of all contracts or agreements between BellSouth and any IXC, CLEC, CMRS, or retail customers that contain self-effectuating enforcement mechanisms, including but not limited to liquidated damages provisions and provisions for waiver, reduction or adjustment of recurring or nonrecurring charges.

17. Please provide any documents concerning the March 10, 1999 meeting between representatives of BellSouth and representatives of the FCC's Common Carrier Bureau's Policy and Program Planning Division with respect to self-executing enforcement mechanisms applicable to BellSouth's nondiscriminatory access to unbundled network elements and the functionalities provided by its operation support systems.

18. Please provide copies of all documents evidencing any contract, agreement, understanding or other arrangement between BellSouth Telecommunications, Inc. and BellSouth.net, Inc. relating to:

- a. the provision of equipment or services by either party to the other;
- b. the payment of money by either party to the other; or
- c. an accounting transfer of any type by either party to the other.

19. Please provide copies of all documents evidencing any contract, agreement, understanding or other arrangement between BellSouth Telecommunications, Inc. and any affiliated entity other than BellSouth.net, Inc. relating to the BellSouth.net service.

20. Please provide copies of all documents evidencing any contract, agreement, understanding or other arrangement between BellSouth Telecommunications, Inc. and/or BellSouth.net, Inc., on the one hand, and any ISP or provider of Internet backbone services, on the other, related to the offering or provision by BellSouth Telecommunications, Inc., BellSouth.net, Inc., or an ISP of Internet services or Internet access services.

21. Please provide copies of all forms of the subscriber agreement for BellSouth.net services.

22. Please provide copies of all documents evidencing any tariffs, contracts, agreements, memoranda of understanding, or other arrangements pursuant to which BellSouth has committed to construct, acquire, or provision specific telecommunications transport or switching facilities or capacity, or a specific quantity of telecommunications transport or switching capacity, based upon a forecast by any LEC, IXC, ISP, or retail customer of the amount or quantity of such telecommunications transport or switching facilities or capacity required to transport or switch a future volume of telecommunications traffic.

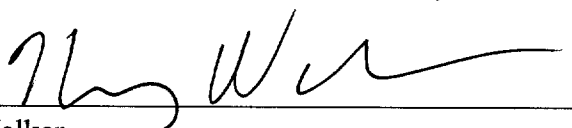
23. To the extent not provided in your responses to the foregoing Requests for Production of Documents, please provide copies of all documents, memoranda and any other materials reviewed or relied upon in responding to ICG's First Set of Interrogatories.

This 15th day of September, 1999.

Respectfully submitted,

BOULT, CUMMINGS, CONNERS & BERRY, PLC

By: _____


Henry Walker

414 Union Street, Suite 1600

P.O. Box 198062

Nashville, Tennessee 37219

(615) 252-2363

Attorney for ICG Telecom Group, Inc.

CERTIFICATE OF SERVICE

I, Henry Walker, hereby certify that I have served a copy of the foregoing on Guy Hicks, Esq., BellSouth Telecommunications, Inc., 333 Commerce Street, Nashville, TN this 15th day of September, 1999 via hand delivery.



Henry Walker